



July 13, 2004



Via Fax (202) 565-9004 and UPS Next Day Air - ATTN: Mark Larsen

The Honorable Vernon A. Williams
Secretary
Surface Transportation Board
1925 K Street, N.W.
Washington, D.C. 20423-0001

ENTERED
Office of Proceedings
JUL 14 2004
Part of
Public Record

LATE FILED REQUEST FOR FILING PROTESTS AND WRITTEN COMMENTS

RE: Docket No. AB-838, East St. Louis Junction Railroad Company – Adverse
Abandonment – In St. Clair County, IL 211574

Docket No. AB-33 (Sub-No. 199), Union Pacific Railroad Company –
Adverse Discontinuance – In St. Clair County, IL 211575

Dear Mr. Williams:

By decisions served March 2, 2004 and May 13, 2004, the Board granted 60 day extensions of the due date for filing protests and written comments in the above proceedings to facilitate negotiations by UP, applicant Illinois Department of Transportation ("ILDOT") and other railroads involved in the Illinois Route 3 project.

Union Pacific Railroad Company ("UP") respectfully requests an additional 90 day extension (from July 2, 2004 to September 30, 2004) of the due date for filing protests and written comments in these proceedings. In support of this request, UP states that the above parties are engaged in ongoing negotiations, which will not be concluded before the current July 2nd due date. An alternative service proposal has been offered to the UP which is encouraging and is presently undergoing internal review. We are requesting a 90 day extension, because, given the multiple parties involved and recent setbacks in said negotiations, reaching an agreement is likely to require an additional 90 days. UP remains hopeful that the negotiations will prove successful, in which case UP would not oppose ILDOT's application.

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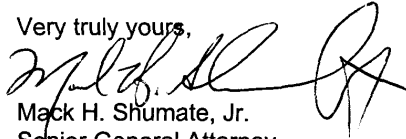
Mack H. Shumate, Jr.
Senior General Attorney, Law Department

UNION PACIFIC RAILROAD
101 N. Wacker Dr., Rm. 1920, Chicago, IL 60606-1718
ph. (312) 777-2055 fx. (312) 777-2065

Counsel to ILDOT has authorized UP to state that IDOT has no objection to the requested extension.

An additional ten (10) copies of this letter are attached for the Board's files.

Very truly yours,



Mack H. Shumate, Jr.
Senior General Attorney

Enclosures

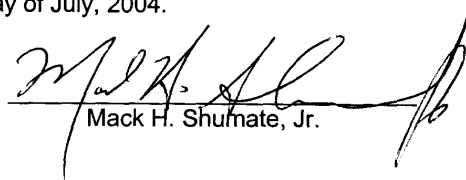
cc: Fritz R. Kahn, Esq.

CERTIFICATE OF SERVICE

I certify that I have this day served a copy of the foregoing document upon the following by fax and by first class United States Mail:

Fritz R. Kahn, Esq.
1920 N Street, N.W.
8th Floor
Washington DC 20036-1601
Fax: 202/ 331-8330

Dated at Chicago, Illinois this 13th day of July, 2004.


Mack H. Shumate, Jr.